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September 28, 2015

Via Electronic Mail (guzmen.henry@epa.gov)

Henry Guzman
Assistant Regional Counsel
Office of Regional Counsel
U.S. Environmental Protection Agency, Region II
290 Broadway, 17th Floor
New York, NY 10007-1866

Re: San German Groundwater Contamination Site, San German, PR

Dear Mr. Guzman:

As you are aware, I represent Cenveo Corporation as outside counsel. On or about September 21, 2015, Cenveo, Inc., which is the parent of Cenveo Corporation ("Cenveo"), received an EPA 104(e) Request for Information ("Request") related to the San German Groundwater Contamination Site in San German, Puerto Rico. As you and I have discussed, Cenveo has no information whatsoever that would be responsive to the Request because Cenveo has no nexus to a site evidently known as the CCL building in an area the Request identified as El Retiro Industrial Park. I have attached several CONFIDENTIAL documents hereto that contain the information relating to the relationship between Cenveo and The John D. Lucas Printing Co ("Lucas"). The following summary should help in your review of the documents.

In 1998, an entity known as Kollman Graphics, Inc. ("KGI"), a Maryland corporation, owned 100% of the issued and outstanding capital stock of an entity known as The John D. Lucas Printing Co. ("JDL"), also a Maryland corporation. Various shareholders owned 100% of the issued and outstanding capital stock of KGI.

JDL owned and operated a division engaged in the pharmaceutical printing business, while KGI owned 100% of Lucas-Insertco Pharmaceutical Company of Puerto Rico, also in the pharmaceutical printing business. Cenveo was interested in the JDL business in Baltimore, Maryland, but had no interest in the KGI operation in Puerto Rico.¹ Thus, at the time a Stock Purchase Agreement ("SPA") was drafted, one of the

¹ A company known as Mail-Well, Inc. was first incorporated in 1993, and today is known as Cenveo, Inc. Contrary to information contained on page 2 of the Request, Cenveo, Inc. was not formed by a merger of

contingencies to closing called for KGI to move the stock of the Puerto Rican entity (the "PR Stock") out of KGI. This was accomplished by a series of moves and transactions reflected in the documents attached hereto.

Apparently JDL created a holding company (one of two created, according to the SPA) to which the PR Stock would go. After several other moves, it appears from the attached documents that the "membership interests" of both of the holding companies would be distributed to the Shareholders, so that the entity purchased by Cenvéo would have only the Baltimore-based business, but not Lucas-Insertco Pharmaceutical Company of Puerto Rico or any successor to it.

I hope that between my very brief explanation above and the documents attached hereto you are able to determine where the liability for any costs associated with the San German issue actually is at this time. Again, Cenvéo has never had any nexus to the Puerto Rican entity that evidently operated at the CCL facility, and has no other information that it can provide.

Thank you for taking time to discuss the San German site and for reviewing the information above and contained in the documents I have attached. Please let me know if you need anything else.

Yours truly,



Steve N. Siegel
Counsel to Cenvéo Corporation

Encls.:

1998-08-18 Schedules for Lucas SPA

1998-08-18 SPA for John D. Lucas

1998-08-19 Articles of Merger Kollman Graphics Inc. and John D. Lucas Printing Co.

1998-08-19 Articles of Transfer John D. Lucas Printing Co. to Lucas Insertco Pharmaceutical Printing Co.

1999-01-01 Articles of Merger John D. Lucas Printing Co. into Mail Well Comm Printing Inc.

John D. Lucas Printing Co. with French Bray Inc., but came into being via a name change from Mail-Well, Inc. to Cenvéo, Inc. in 2004.

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cc: Marcia E. Berry, Esq. (w/Encls.)